



CORPORATION SERVICE COMPANY

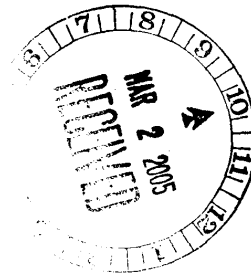
March 1, 2005

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423  
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(202) 565-9004 – Fax  
[Barbara.Saddler@stb.dot.gov](mailto:Barbara.Saddler@stb.dot.gov)

RECORDATION NO. 25043-A FILED

MAR 02 '05 11-59 AM

SURFACE TRANSPORTATION BOARD



RE: 141968-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of February 18, 2004 between the following parties:

Names and address of the following parties:

Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.**  
1211 Avenue of the Americas, 20<sup>th</sup> Floor New York, NY 10036

Lessee: **NEWELL RECYCLING OF ATLANTA INC.**  
1359 Central Avenue East Point, GA 30344

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: **THE CIT GROUP/EQUIPMENT FINANCING, INC.** and Lessee: **NEWELL RECYCLING OF ATLANTA INC.** covering 66 mill gondolas with reporting marks and numbers –CEFX 30325 – CEFX 31993 - NOT INCLUSIVE.

Please file this memorandum as a SECONDARY document to Recordation # 25043 dated 7/8/04 and return one (1) stamped original to my attention. A check covering the filing fee of thirty-two dollars (\$32.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3813.

Thank you for your prompt assistance.

Sincerely,

April O'Shea  
Motor Vehicle Specialist  
Corporation Service Company  
801 Adlai Stevenson Drive  
Springfield, IL 62703  
(800) 995-5071 ext. 3813

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 18 day of Feb, 2004, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and NEWELL RECYCLING OF ATLANTA, INC., a TX corporation, with an address at 1359 Central Ave, East Point, GA 30344 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

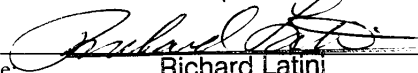
WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of Feb 18, 2004 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on July 8, 2004 and given Recordation Number 25043.

WHEREAS, the Parties have entered in to an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set for the in **Schedule A** hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

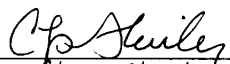
I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By:   
Name: Richard Latini  
Title: Senior Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

NEWELL RECYCLING OF ATLANTA, INC.

By:   
Name: Chip Shirley  
Title: President / COO

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## Schedule A

Number of Cars			Equipment Description		
66	52'-5'6" sided mill gondola				
1	CEFX	30325	53	CEFX	31871
2	CEFX	30364	54	CEFX	31875
3	CEFX	30395	55	CEFX	31878
4	CEFX	30401	56	CEFX	31882
5	CEFX	31601	57	CEFX	31887
6	CEFX	31604	58	CEFX	31901
7	CEFX	31621	59	CEFX	31915
8	CEFX	31630	60	CEFX	31921
9	CEFX	31632	61	CEFX	31923
10	CEFX	31635	62	CEFX	31924
11	CEFX	31647	63	CEFX	31931
12	CEFX	31648	64	CEFX	31937
13	CEFX	31653	65	CEFX	31941
14	CEFX	31668	66	CEFX	31993
15	CEFX	31679			
16	CEFX	31693			
17	CEFX	31698			
18	CEFX	31702			
19	CEFX	31703			
20	CEFX	31705			
21	CEFX	31717			
22	CEFX	31728			
23	CEFX	31729			
24	CEFX	31732			
25	CEFX	31733			
26	CEFX	31734			
27	CEFX	31739			
28	CEFX	31742			
29	CEFX	31743			
30	CEFX	31750			
31	CEFX	31751			
32	CEFX	31755			
33	CEFX	31757			
34	CEFX	31758			
35	CEFX	31764			
36	CEFX	31767			
37	CEFX	31769			
38	CEFX	31771			
39	CEFX	31773			
40	CEFX	31775			
41	CEFX	31783			
42	CEFX	31784			
43	CEFX	31808			
44	CEFX	31816			
45	CEFX	31825			
46	CEFX	31835			
47	CEFX	31837			
48	CEFX	31838			
49	CEFX	31840			
50	CEFX	31844			
51	CEFX	31863			
52	CEFX	31868			